

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

3/5/2 CAPITAL GP LLC, ON BEHALF OF  
3/5/2 CAPITAL ABS MASTER FUND LP,  
*et. al.*,

Plaintiff,

vs.

RYAN WEAR, *et. al.*,

Defendants.

Case No. 1:24-cv-05102-VEC

**[PROPOSED] ORDER FOR DEFAULT JUDGMENT**

WHEREAS, on July 3, 2024, plaintiff 3/5/2 Capital GP LLC, acting on behalf of 3/5/2 Capital ABS Master Fund LP (the “352 Fund”), commenced this action against the named defendants by filing a Summons and Complaint (*see* ECF No. 1; the “Initial Complaint”);

WHEREAS, the Clerk of the Court issued the Summons (ECF No. 6; the “Initial Summons”);

WHEREAS, a copy of the Initial Summons and Initial Complaint was timely and personally served upon defendants 70 North Garden Avenue LLC, Aurora Building Products LLC, BevTeck Technologies LLC, Creative Technologies Florida, LLC, C3 Capital, Inc., Drink Up Venture LLC, Emery Development LLC, Flagstaff Plumbing, LLC, Golden State Vending, LLC, Pistol Inc., Refreshing Kentucky LLC, Refreshing Midwest LLC, Refreshing Ohio LLC, Refreshing USA Merger Sub LLC, Refreshing Utah, LLC, Summit Management Services LLC, Valley Vending, LLC, Vendpro LLC, Waterstation Technology II LLC, Waterstation Techventure LLC, WS SPV 1 LLC, WSM Capital Funding, Inc. and WST Franchise Systems LLC (collectively, the “Defaulting Defendants”), and affidavits of service reflecting such

personal service were filed on the docket on August 8, 2024. (*See* ECF No. 26, ECF No. 39, ECF No. 40); and

WHEREAS, this Court entered an Order requiring all of the then-defendants, including the Defaulting Defendants, to answer or otherwise respond to the Initial Complaint on or before October 7, 2024. (*See* ECF No. 41); and

WHEREAS, none of the Defaulting Defendants filed an answer or otherwise moved with respect to the Initial Complaint on or before October 7, 2024; and

WHEREAS, on October 28, 2024, a First Amended Complaint (*see* ECF Nos. 88, 91; the “Amended Complaint”) was filed which, *inter alia*: (i) added Leucadia Asset Management, LLC (“LAM,” and with the 352 Fund, “Plaintiffs”) as a plaintiff in the action; and (ii) asserted new claims, by LAM, against defendant Jordan Chirico (*see id.*); and

WHEREAS, on December 20, 2024, the Court entered an order requiring, *inter alia*, that Plaintiffs serve a copy of the Amended Complaint upon the Defaulting Defendants on or before December 31, 2024. (*See* ECF No. 159); and

WHEREAS, on December 28, 2024, copies of the Amended Complaint along with a redline showing the changes that had been made to the prior complaint were served on defendants 70 North Garden Avenue LLC, Aurora Building Products LLC, BevTeck Technologies LLC, Creative Technologies Florida, LLC, Drink Up Venture LLC, Emery Development LLC, Flagstaff Plumbing, LLC, Golden State Vending, LLC, Refreshing Kentucky LLC, Refreshing Midwest LLC, Refreshing Ohio LLC, Refreshing USA Merger Sub LLC, Refreshing Utah, LLC, Summit Management Services LLC, Valley Vending, LLC, Vendpro LLC, Waterstation Technology II LLC, Waterstation Techventure LLC, WS SPV 1

LLC, WSM Capital Funding, Inc. and WST Franchise Systems LLC by personally serving Ryan Wear. (*See* ECF No. 166); and

WHEREAS, pursuant to Fed. R. Civ. P. 15(a)(3), the deadline for the entities set forth immediately above to respond to the Amended Complaint was January 11, 2025; and

WHEREAS, on December 30, 2024, copies of the Amended Complaint along with a redline showing the changes that had been made to the prior complaint were served on defendant Pistol Inc. by personally serving Shari Byerly. (*See* ECF No. 165); and

WHEREAS, pursuant to Fed. R. Civ. P. 15(a)(3), the deadline for Pistol Inc. to respond to the Amended Complaint was January 13, 2025; and

WHEREAS, the Defaulting Defendants have not answered or otherwise responded to the Amended Complaint, and the time for them to do so has not been further extended;

**NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that 3/5/2 Capital GP LLC, acting on behalf of 3/5/2 Capital ABS Master Fund LP, have judgment against 70 North Garden Avenue LLC, Aurora Building Products LLC, BevTeck Technologies LLC, C3 Capital, Inc., Creative Technologies Florida, LLC, Drink Up Venture LLC, Emery Development LLC, Flagstaff Plumbing, LLC, Golden State Vending, LLC, Pistol Inc., Refreshing Kentucky LLC, Refreshing Midwest LLC, Refreshing Ohio LLC, Refreshing USA Merger Sub LLC, Refreshing Utah, LLC, Summit Management Services LLC, Valley Vending, LLC, Vendpro LLC, Waterstation Technology II LLC, Waterstation Techventure LLC, WS SPV 1 LLC, WSM Capital Funding, Inc. and WST Franchise Systems LLC in an amount to be determined at an inquest or at the time of trial, with interest commencing today plus attorneys' fees, costs, and disbursement of this action.

Dated:

SO ORDERED:

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HONORABLE VALERIE E. CAPRONI  
UNITED STATES DISTRICT JUDGE